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ABSTRACT

Colleges and universities in the U.S. have historically been controlled by governing boards composed almost entirely of laymen; that is, composed almost entirely of individuals not involved in teaching or research. The purpose of a lay governing board is to represent the public interest, particularly with regard to expenditures. The theory is that since public funds are used to support the institution, either as tax monies or in the form of gifts from the general public, representatives of the public interest should be in a position to control these funds. In addition to representing the public interest, the second historic role of lay governing boards has been to raise funds to support the institution. Thus, another important criteria for board membership has been wealth or the ability to influence wealth. Recently, however, governing boards have been petitioned to broaden and democratize their memberships. College faculty and students feel they should have a voice in the governance of their institution, and in many cases they have been awarded board membership. (HS)

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COLLEGE AND UNIVERSITY GOVERNING BOARDS IN THE UNITED STATES

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College and University Governing Boards in the United States[1]

The colleges and universities in the United States have historically been controlled by governing boards composed almost entirely of laymen; that is, composed almost entirely of individuals not involved in teaching or research. These non-resident lay governing bodies are most often called boards of trustees (but they are sometimes designated boards of directors, boards of governors, boards of regents, boards of overseers, etc. Over 35 different terms were found to be in use in 1961 by Eells.)

Governing boards differ rather widely in size, varying from four, five or six members at some institutions, to over 100 at others. The boards of private independent colleges and universities average about 23 members. The boards of public institutions tend to be somewhat smaller. The reason for this is that there is a tendency on the boards of private colleges and universities to appoint additional people who might bring in more funds for the institution. The boards of public colleges and universities are often provided for by law and it becomes cumbersome to alter their size, and there is little incentive to do so.

At some institutions the term of office for college and university trustees is as short as one year. At others, a trustee is appointed for life. However, the most common practice, at least among private institutions, is a term of three or four years.

[1]Daniel H. Perlman, Roosevelt University, 1972

There are literally dozens of different ways in which board members are selected. These various means can be reduced to four essential methods of selection: election, appointment, cooptation (that is, designation by the board itself of new members), and ex officio designation (that is, by virtue of a particular office, such as Superintendent of Public Instruction, University President, President of the Alumni Association, etc.).

In the 19th century and before these boards were dominated by clergymen. In this century, however, college and university trustees have, by and large, been business executives and individuals who have occupied the prestige occupations of medicine and law.

This observation has been verified repeatedly at intervals of about a decade. In 1917 Scott Nearing studied the trustees of 143 of the 189 institutions which in 1915 had enrollments of 500 or more and reported that "an almost overwhelming proportion" were businessmen or professionals. Essentially the same results were reported by George Counts in 1927 when (as part of a larger study of public boards of education) he analyzed the composition of 44 college and university governing boards with a total of 351 members. In 1936 Earl McGrath (while a graduate fellow in the Department of Education of the University of Chicago) studied the composition of the boards of 20 public and private colleges and universities of varying sizes and locations and reported that half of the trustees of these institutions were either businessmen (30 per cent) or bankers (20 per cent). Similarly, in an elaborate study published in 1947, Hubert Beck reported extensive demographic data about the 734 trustees who, in 1934-35, composed the governing

boards of the 30 member-institutions of the Association of American Universities. As did Nearing, Counts and McGrath, Beck reported a very high proportion of manufacturers, bankers and other leaders of big-business and finance on these university boards. Likewise, in a dissertation written at the University of Chicago at about the same time (1947), Thomas Hamilton studied the members of the governing boards of the institutions holding memberships in the AAU in 1945-46. Hamilton also found that the majority of the trustees he studied were either businessmen or lawyers. The most recent and the most comprehensive study of the composition of college and university governing boards was that conducted by Rodney Hartnett for the Educational Testing Service in 1969. Hartnett studied 5,180 college and university trustees who represented 536 institutions. His findings about the composition of college and university governing boards confirmed the earlier reports by Beck, Hamilton, McGrath, Counts, and Nearing, that businessmen tend to predominate on college and university governing boards.

It is interesting that some (if not all) of these studies of the composition of governing boards were motivated by a desire to change or broaden this composition and make it more democratic. Nearing, in 1972 a hero (at 88) of the counter-culture for his four decades of subsistence farming and ecological living, was in 1917 a wild-eyed radical who opposed child labor as well as America's entry into World War I. In 1915 in an academic freedom cause celebre, he was expelled from the faculty of the University of Pennsylvania by the trustees of that institution. His study of governing boards was motivated, no doubt, by a desire to reveal the types of men governing America's

institutions of higher learning.

Beck, another of the authors just cited, concluded his study with the suggestion to democratize college and university governing boards so that they would more nearly "encompass representatives of the major classes of society". He recommended a board of 13 members: eight (including at least one woman) representing the public-2 each from the fields of business, the professions, agriculture, and wage earners; and five representing the university--two faculty, two alumni and one student.

Hartnett, too, revealed some of the conflicting feelings about the composition of governing boards by selecting as one of the epigraphs at the beginning of his study the following quote from one of the leaders of the 1968 student strike at Columbia University:

> "The trustees have been running this university for 200 years, and they've been running it wrong. They represent the corporate elite--IBM, Socony-Mobil, Con Edison--and they run the place in the interest of that elite. They don't run it in the interests of the faculty and the students."

This skepticism about the role of the lay college and university governing board is not new. For example, Jencks and Riesman remarked (in The American College) that "publically elected or appointed boards of trustees seem in many ways to cause more trouble than they are worth." Thorsten Veblen asserted that "the sole effectual function of the governing board was to interfere with the academic management in matters that were not of the nature of business and that lay outside of their competence and outside the range of their habitual interest." He asserted that governing boards were "an aimless survival from the days of clerical rule" and that they had

"ceased to exercise any function except a bootless medling with academic matters that they did not understand."

At a meeting of the Association of American Universities in 1915, John Dewey lamented that "it is an undesirable anomoly that fundamental control should be vested in a body of trustees or regents having no immediate connection with the educational conduct of our institutions." An even earlier critic of college and university governing boards was the president of Brown University, Francis Weyland, who in 1829 asserted that trustees are men who "know about every other thing except education," and that "the man who first devised the present mode of governing colleges in this country has done us more injury than Benedict Arnold."

Who did first devise this system? And when was it devised?

Students of the matter agree that the governance of American colleges by so-called laymen dates back to the beginnings of higher education in America. There is, however, some disagreement as to whether or not this system of control originated in America or whether it had European origins. A variety of distinguished scholars and university administrators have suggested that the lay governing board is unique to America and was invented on these shores. Those who have suggested an American origin for the lay board of trustees include Robert Hutchins, Edward Elliott, M. M. Chambers, John Kirkpatrick, A. J. Carlson, Samuel Capen, Charles Coolidge, Morton Rauh, S. V. Martorana, Jacques Barzun, and Orley Herron. Hutchins, for example, asserted that "a board of trustees is a unique American organization";

Elliott, Chambers and Ashbrook called it "the unique American agency of control"; Harry Carman alleged that "colleges and university boards of trustees had their origins in America"; and Kirkpatrick said they were to be found "in no other portion of the civilized world."

On the other hand, a small number of scholars, including William Cowley, James Conant, Earl McGrath, Clark Kerr, and historians John Brubaker and Willis Rudy believe that the notion that college and university boards of trustees had their origins in America is a "myth" and a "misconception." These scholars have concluded that the lay governing board originated in the Medieval Italian universities and reached colonial America by a recognized progression from Holland, Switzerland and Scotland. Cowley credits the Council of Florence with establishing the first lay governing board in 1348. He points out that although students had initially established and governed the University of Florence, student control waned after a number of years and the civil authorities of the city took control by appointing lay bodies of non-academic people to govern the professors and protect them from the harsh rule of the students. These lay bodies of non-academic people were chosen by the Council--later the Senate--of Florence to watch over the university and to suggest the persons who should be nominated to vacant professorial chairs. The universities in Pisa, Padua and Genoa also had what amounted to lay control (according to the 19th century Scottish historian, Sir William Hamilton). When the University of Leiden opened in 1575, it too adopted a plan of lay governance. Similarly, the University of Edinburgh, organized in 1582, followed the example of Leiden and Florence. The control

of institutions--including universities--by laymen seemed appropriate in Calvinist Scotland where laymen predominated in ecclesiastical affairs. Similarly, the idea was found congenial in the colonial colleges which looked to Scotland for inspiration about organization and curriculum.

Whatever their origins, however, unitary, non-residential, non-academic governing boards have come to characterize higher education in this country. In contrast to what later became the prevailing pattern, the governing boards of the first two colleges to be established in colonial America, Harvard and William and Mary, attempted to provide for faculty participation in governance in the tradition of the English universities and the University of Paris. Both Harvard, established in 1636, and William and Mary, established in 1693, had dual rather than unitary governing boards and both had faculty members serving on or controlling one of these two boards during the colonial period. However, faculty involvement in the governance of these two colleges and other institutions of higher education in this country virtually ceased after the American Revolution. At Harvard the original governing body was a board of overseers which consisted of the governor, his deputy, four magistrates, and six ministers. In 1650, a second governing board, the Harvard Corporation, was established consisting of the president, the treasurer and five "fellows." This Corporation was given the power to run the institution subject to approval by the Overseers. All five of the initial fellows were teaching faculty of the college. Moreover, of the 100 fellows appointed between 1650 and 1780, 62 were teachers in the

college. Shortly after the American Revolution, however, when the Massachusetts state legislature lost interest in providing financial support for the private colleges in the state, it became the custom to elect merchants and professional men to the Corporation in the hope that they would provide the necessary funds to keep the college going. Although at various times during the 18th Century, the faculty of Harvard College attempted to reassert its right to be represented among the "fellows," they were without success.

At the College of William and Mary the original charter provided for a Board of Visitors and Governors as well as for a corporation consisting of the president and masters (i.e., professors) of the college. During the colonial years there were periodic disagreements between these two governing bodies, that is, between the masters and the visitors. Prior to the American Revolution the faculty was able to appeal successfully to the English Privy Counsel and to the Bishop of I ondon when there were serious disagreements with the Board of Visitors. After the American Revolution, however, with no such outside appeal possible any longer, the lay governing board, that is the Board of Visitors and Governors, acquired complete control of that institution.

There is some disagreement among scholars as to the significance which should be ascribed to the involvement of the faculty in the early governance of Harvard and William and Mary. Whether or not this involvement was significant at the time, it did not have much influence as a precedent in American higher education. The first clear examples of institutions started

and continuously governed by unitary non-resident boards of laymen were Yale (founded in 1701) and Princeton (founded in 1746). These institutions set the American pattern for unitary governing bodies from outside the faculty.

In the beginning and over the years, boards of trustees have been invested with complete legal control of their institutions. This authority has repeatedly been upheld in the courts. This comprehensive power and authority is often codified in the basic charter of the academic institution. For example, the charter of Columbia University affirms that the trustees and their successors have "full power and authority to direct and prescribe the course of study and the discipline to be observed." That board was granted the authority to appoint the president and all members of the faculty all of whom "hold their offices during the pleasure of the trustees." Where such authority was not made explicit it became established by custom, tradition and influence.

After the organization of the AAUP in 1915 and as faculties demanded increased power, boards of trustees tended to delegate a large measure of their authority to the faculty. In some institutions this delegation has been so extensive and complete that the president of Brandeis University, Morris Abram, wrote in the Winter 1970 issue of Daedalus that "the power of university trustees is a vastly overworked subject." He compared the power of the trustees with the power of the English monarchs without whose signature no bill can become law, but whose signature has not been withheld since 1703.

Nonetheless, most observers agree that in a showdown, the board of control can reassert its authority. Professor Havighurst characterized this situation some time ago by saying that "while the teachers have certain powers of self-government, often very great in scope, the powers are not legally theirs. In moments of mutual good fellowship between faculty and trustees the fiction is often repeated that the teachers have full power over what they teach and what research they do, while trustees pay the bills."

The purpose of a lay governing board is to represent the public interest, particularly with regard to expenditures. The theory is that since public funds are used to support the institution, either as tax monies or in the form of gifts from the general public, representatives of the public interest should be in a position to control these funds. Furthermore, since colleges and universities are chartered by the state, that is by the public, to fulfill an educational mission, it is desirable to have individuals representing the public interest in helping the college chart its mission and seeing to it that this mission is fulfilled. Historically, therefore, because governing boards were supposed to represent the general public, trustees appointed to these boards were "men conversant with the currents of the outer world." It was thought that such men would be in a better position to guide and shepherd the destiny of the institution than would the cloistered academic types who constituted the faculty. In addition to representing the public interest, the second historic role of lay governing boards has been to raise funds to support the institution. Therefore, another important criteria for board membership has been wealth or the ability to influence wealth.

These two roles, that is, representing the public interest and raising funds, are probably the most important functions of a college or university governing board now and in the past. But college boards have a variety of other functions and purposes, or roles, as well. One principal function is to select a president for the institution. So important is this function that one college head suggested that the only item on the agenda of each board meeting should be "appointment of the president" and that after confirming the incumbent or appointing a successor, the board should adjourn. However, very few boards are content with so limited a role. Kingman Brewster, who is not only the president of Yale University but, in a relatively unique governing arrangement, is also the presiding officer of the board of that institution, has suggested five principal functions for his governing board and for other college and university governing boards. Brewster suggests that, in addition to selecting a president, governing boards should make sure that the institution is respectable, reliable, and responsible; monitor administrative and faculty actions; see to it that the institution operates within its means, and make sure that the institution's undertakings are consistent with its purpose or mission as that has evolved historically. Another formulation of the functions and role of a governing board is that contained in the statement on the government of colleges and universities which was issued jointly by the American Association of University Professors, the American Council on Education, and the Association of Governing Boards in 1966. This statement enumerates such board responsibilities as helping relate the institution to its chief community, relating the likely needs of the future to predictable

resources, husbanding the endowment, obtaining needed capital and operating funds, and supporting the institution against ignorance and ill will.

Perhaps the most comprehensive formulation of the duties and responsibilities of governing boards in general, that is, of boards of all types of agencies, is that which was formulated by Professor Houle in his book The Effective Board. Mr. Houle enumerated 16 separate functions or roles which are performed at one time or another by governing boards. (These roles include focusing the over-all objectives of the institution; selecting the president or chancellor; working with the president or chancellor and through him with the staff; arbitrating conflicts between the president and his staff; establishing broad policies for the institution; using the special knowledge and contacts of the individual board members; securing adequate financial support for the institution; developing and abiding by rules to govern its own affairs; giving the institution its full collective support, prestige and leadership and that of its members individually; keeping its membership able, active and representative; and by means of periodic assessments and appraisals assuring itself that: the academic program of the institution reflects changing conditions, that the institution is effectively organized and coordinated, that the president is discharging his responsibilities effectively, that the institution is effectively integrated with its environment, that the basic legal and moral responsibilities of the institution are fulfilled, and that the institution's various objectives and achievements are consonant with one another.) In another formulation of the multiple functions of a governing board, Professor Houle has suggested that in addition to raising money for the institution's

support, a board legislates (as when it makes rules and regulations), it acts as a judiciary (in that it sits in judgment over the president or chancellor), it acts as an executive (in that it hires the president and senior administrators--if not the entire faculty, and in that it makes certain decisions regarding investments, property and so on), a board educates (particularly its own new members), and a board facilitates (for example, when its members give legal aid or help get laws passed or provide public relations for the institution).

A more cynical (some might say more realistic) view of the role of the governing board is that many of the activities of a board are public relations activities primarily and perhaps exclusively to enable it to better raise funds for the support of the institution. In this view many matters are presented to governing boards merely as a public relations activity and for psychological reasons. That is, unless the trustees feel they are being consulted regarding the major decisions which effect the institution they become relatively uninspired and ineffective in raising funds.

The issue of what a board should do, or what it should assume are its proper functions and prerogatives, is exceeded in importance only by the issue of who should or should not serve on the board. Theoretically the role and authority of the board should be agreed upon first and the constituents chosen subsequently to best fulfill this role. The reverse is often the case, however, with boards shifting their role and function depending upon their composition. As with any other body, the activities of a governing board are influenced by the interests, backgrounds, and expertise of their members.

Moreover, the functions assumed by a governing board are also influenced to a considerable extent by the size of the board and by the length of office of board members. It is relatively more difficult to involve a large number of trustees in the continuous decision making which is necessary to run a complex university, and it is difficult to work with a board whose membership turns over rather frequently since it becomes a cumbersome process to educate new trustees to the history, traditions and ongoing purposes of the institution. Very large boards and those with an unstable membership tend to become more ceremonial in nature and other entities--possibly an executive committee--may evolve to do the real work of the board.

When the question of the composition of a college or university governing board is being considered, one of the first issues to be determined is whether or not the president should be a member. Studies of governing boards including that conducted by August Eberle at Indiana University on the boards of 1670 institutions, indicate that only between a third and a half of the college and university presidents in this country are ex officio members of their governing boards. Since the president and the other members of the faculty are hired by the governing board, membership by either president or faculty would constitute a conflict of interest.

No such rationale exists for the virtual exclusion of other groups from college and university boards: women, blacks, ethnic and religious minorities, labor leaders, and so on. In 1968-69, according to Hartnett, only eight per cent of the trustees of co-educational and men's senior institutions were women. The situation for Negroes was even worse. There were only 11 black trustees

(from a national sample of over 5,000) serving on the boards of senior integrated institutions. However, some change is being observed. By 1969-70 when Hartnett conducted a follow-up study (which he has called The New College Trustee), 17 per cent of the institutions in his sample had added women members to their board, and 14 per cent added blacks. The biggest increase in the previously under-represented groups was for youth. Nearly one-third of the institutions studied had added at least one trustee 39 years of age or under. Relatively few institutions had added faculty members to their governing boards, and even fewer had added students.

Even though it is clear that governing boards move relatively slowly to change their composition, it is true that a great many governing boards are studying the question of how to make themselves more responsive to current social problems and more relevant to the needs of the institution. The boards of institutions of all sizes and types have been engaging in self studies of this matter, sometimes openly with the publication of a formal report, and sometimes more quietly. Columbia University, for example, decided to eliminate life terms for all of its new trustees in order to help make its board more responsible and contemporary. Other boards have decided to open their meetings to representatives of the students and faculty so that there could be a more open flow of information between these groups.

Although Hartnett found that only 4 per cent of college and university trustees were faculty members, it is clear from other sources that there is a much broader agreement than this percentage would indicate, that membership by faculty on a governing board would be a desirable thing. In a recent

survey of faculty opinion which was conducted by the Carnegie Commission, it was reported that over 85 per cent of college and university faculty expressed the belief that there should be faculty representation on the governing board of their institution. In comparable surveys of college and university trustees, nearly half have indicated their support for the concept. At a few well-publicized institutions, the student body has agitated or demanded representation on the governing board, and the board has granted this representation. Ray Muston has reported that at a number of these institutions when representation on the board was granted for members of the student body, it was also granted for representatives of the faculty, somewhat as an afterthought. Altogether there is representation by the faculty on the boards of over 100 colleges and universities in the United States. However, considering the large number of institutions in the country, this does not represent a large proportion.

There are various forms of faculty and student representation on governing boards, some of which are more egalitarian than others. The most egalitarian form is when the faculty elects its own representatives to the board as full voting members. Faculty representatives may be elected by the faculty but without vote; or they may be elected to serve merely as observers, or to sit on board committees. At other institutions the so-called faculty representatives may be elected by the board, either with or without nominations from the faculty, or elected from the faculty of another institution.

Excluding the early representation by the faculty at Harvard and William and Mary, the earliest example of faculty representation on the

governing board of an institution is that of Cornell. In 1916 the board of Cornell University, acting on the recommendation of its president, Jacob Gould Sherman, voted to authorize and invite the faculty to elect delegates to be represented on the board of trustees. It was not until 1956, however, that the faculty at Cornell were granted voting powers. One of the first boards on which there were faculty with voting rights was that of the Institute for Advanced Study at Princeton in 1934. Prior to the end of the second world war, faculty representation was to be found on the governing boards of Antioch, Goddard, Haveford, Sarah Lawrence, Wellesly, and Black Mountain.

It is interesting that the historic position of the Association of University Professors has been against the representation by college and university faculty on governing boards. At various times since 1917 the AAUP has surveyed its chapters to identify the ways that faculty have been involved in university governance and to make recommendations for increasing this involvement. Each time it has recommended against the so-called "Cornell Plan" of (non-voting) faculty representation on the governing board, and in favor of a plan which involves a conference committee between faculty and board. Since the AAUP has recently adopted a position favoring the expansion of collective bargaining between faculty and governing boards of institutions, they seem to have abandoned any possibility of endorsing faculty representation on governing boards, since one cannot be represented on a governing board if they are going to engage in collective bargaining with that board. Collective bargaining, which places faculty and governing board

members in an adversary, rather than a cooperative, relationship may serve to intensify some of the attitudes of college and university governing board members and may make cooperative participation and shared responsibility between these groups even more difficult and less likely than it has been in the past.

There are hard-times now in much of American higher education. The Illinois Board of Higher Education has, for example, proposed the reduction of the budget of the University of Illinois by $27 million dollars. Other indeces of this, among many, are the reports issued by the Carnegie Commission, one of which is entitled "The New Depression in Higher Education," and the gloom which eminates from the pages of the Chronicle. Although the effects of this economic squeeze have already been felt on most campuses, the longrun effect on the function and composition of governing boards remains to be seen. Various conflicting forces and pressures are at work. Trustees are being advised that they must strengthen and reassert their control if fiscal chaos is to be prevented. On the other hand, as an increasing percentage of the budget for institutions of higher education is determined in Washington, on the basis of policies and priorities set there, the role of individual governing boards in building and shaping the fortunes and growth of their institutions will be diminished.

Governing boards are being petitioned to broaden and democratize their memberships at the same time they are taking on the formal role of adversary in negotiations. As with the rest of American higher education, boards seem to be headed for "future shock." One thing is certain, they will be lively groups with which to work.